

EXHIBIT 7

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ECF CASE

06 Civ. 05936 (GEL)

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ARISTA RECORDS LLC; ATLANTIC RECORDING CORPORATION; BMG MUSIC; CAPITOL RECORDS, INC.; ELEKTRA ENTERTAINMENT GROUP INC.; INTERSCOPE RECORDS; LAFACE RECORDS LLC; MOTOWN RECORD COMPANY, L.P.; PRIORITY RECORDS LLC; SONY BMG MUSIC ENTERTAINMENT; UMG RECORDINGS, INC.; VIRGIN RECORDS AMERICAN, INC.; and WARNER BROS. RECORDS INC.,

Plaintiffs,

- against -

LIME WIRE LLC; LIME GROUP LLC; MARK GORTON; GREG BILDSON; and M.J.G. LIME WIRE FAMILY LIMITED PARTNERSHIP,

Defendants.

-----x

March 6, 2008
9:39 a.m.

CONFIDENTIAL TRANSCRIPT

Deposition of SAMUEL A. BERLIN, taken by Plaintiffs, pursuant to Notice, held at the offices of Cravath Swaine & Moore, LLP, 825 Eighth Avenue, New York, New York, before Jineen Pavesi, a Registered Professional Reporter, Registered Merit Reporter, Certified Realtime Reporter and Notary Public of the State of New York.

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2 ever considered implementing a 12:15:11PM

3 Peerguardian plug-in? 12:15:12PM

4 MR. BAKER: Objection, form. 12:15:14PM

5 A. No. 12:15:16PM

6 Q. Does LimeWire have a glossary 12:15:19PM

7 that it provides to users, a glossary, a 12:15:20PM

8 LimeWire glossary, have you ever heard of 12:15:24PM

9 it? 12:15:25PM

10 A. No, I don't know what you're 12:15:25PM

11 talking about. 12:15:27PM

12 MS. SANKOORIKAL: I will mark 12:15:43PM

13 as Exhibit 258 a document titled 12:15:43PM

14 "Simp.xml." 12:15:52PM

15 (Exhibit 258, document titled 12:15:53PM

16 "Simp.xml", was marked for 12:15:53PM

17 identification, as of this date.) 12:15:54PM

18 (Witness perusing document.) 12:15:54PM

19 Q. What is signed message 12:16:41PM

20 parameter passing? 12:16:42PM

21 A. I am not sure. 12:16:44PM

22 Q. Have you heard of something 12:16:48PM

23 known as simp? 12:16:50PM

24 A. Yes. 12:16:52PM

25 Q. What is simp, simp? 12:16:52PM

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2 A. It is a mechanism LimeWire uses 12:16:56PM
3 to send messages to each other. 12:17:00PM

4 Q. When you say each other, what 12:17:02PM
5 does that mean? 12:17:03PM

6 A. LimeWire can sign a message and 12:17:04PM
7 send it out to clients and they will send 12:17:06PM
8 it to other LimeWire clients. 12:17:09PM

9 Q. When you say LimeWire can sign 12:17:11PM
10 a message, you're talking about LimeWire, 12:17:13PM
11 you LimeWire-- 12:17:18PM

12 A. The company, yes. 12:17:20PM

13 Q. Was simp developed by 12:17:25PM
14 LimeWire, the company? 12:17:28PM

15 A. The protocol, yes. 12:17:29PM

16 Q. You mentioned that it was used 12:17:30PM
17 to communicate messages. 12:17:34PM

18 How does it communicate those 12:17:39PM
19 messages to other LimeWire clients? 12:17:41PM

20 A. LimeWire, we assign this xml, 12:17:44PM
21 that's what the numbers are at the top, 12:17:51PM
22 the alphanumeric numbers, it is a 12:17:55PM
23 signature, other LimeWires receive the 12:17:57PM
24 message after we send it, verify it is 12:18:02PM
25 secure and forward it on. 12:18:04PM

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2 Q. The alphanumeric numbers that 12:18:07PM
3 you reference at the top, are those the 12:18:09PM
4 numbers that LimeWire, the company, 12:18:13PM
5 assigns to it so that other LimeWire 12:18:15PM
6 clients that see the simpp.xml file know 12:18:18PM
7 that it is an authentic version of the xml 12:18:22PM
8 file that LimeWire, the company, is 12:18:28PM
9 distributing? 12:18:32PM

10 A. We don't decide what those 12:18:32PM
11 alphanumeric letters or numbers are, we 12:18:35PM
12 typographically secure signature. 12:18:38PM

13 Q. But this is in fact the 12:18:41PM
14 signature, this alphanumeric signature, is 12:18:42PM
15 in fact what the other LimeWire clients 12:18:48PM
16 look for to verify that in fact it is an 12:18:51PM
17 authentic LimeWire LLC simpp that is being 12:18:54PM
18 distributed, correct? 12:18:58PM

19 A. Yes, they verify this message 12:19:00PM
20 is authentic based on that. 12:19:01PM

21 Q. What is the simpp.xml file 12:19:07PM
22 actually used for? 12:19:10PM

23 A. A variety of things. 12:19:11PM

24 Q. Can you give me some examples 12:19:12PM
25 of what it is used for? 12:19:14PM

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2 A. Sure. 12:19:17PM

3 Changing various properties in 12:19:17PM
4 the client, things related to the DHT, 12:19:20PM
5 related to what to display in the UI, what 12:19:29PM
6 version of bugs should or should not be 12:19:31PM
7 sent, when to publish locations in the 12:19:36PM
8 DHT, if you can click on a link to send 12:19:39PM
9 you to a browser, what the title of the 12:19:41PM
10 browser tab should be called, how long to 12:19:43PM
11 delay after downloading an update message. 12:19:48PM

12 I can go on if you want. 12:19:50PM

13 Q. Feel free to keep going. 12:19:55PM

14 A. I am not really sure what some 12:19:56PM
15 of them are. 12:19:57PM

16 One is allowing-- a leaf should 12:19:58PM
17 be alive before it joins the DHT, how long 12:20:06PM
18 to try downloading an update to LimeWire 12:20:11PM
19 before giving up, what URL to go to when 12:20:16PM
20 you click on the link in the client, how 12:20:19PM
21 large your acquirer outtable should be, 12:20:22PM
22 how long to delay after receiving or 12:20:25PM
23 attempting to download updates. 12:20:33PM

24 I am not really sure what every 12:20:35PM
25 single one is. 12:20:37PM

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2 Q. Are there others that you have 12:20:39PM
3 skipped over? 12:20:40PM

4 A. Yes. 12:20:41PM

5 Q. With regard to this list, are 12:20:43PM
6 these all parameters that are being 12:20:44PM
7 controlled by LimeWire LLC, are being set 12:20:53PM
8 by LimeWire LLC? 12:20:55PM

9 A. Yes, we can set certain 12:20:56PM
10 parameters. 12:20:58PM

11 Q. So you have set some of these 12:20:58PM
12 parameters and once they are set and 12:21:00PM
13 another LimeWire client receives the 12:21:03PM
14 updated version of the simp.xml from 12:21:06PM
15 LimeWire LLC, it will then in turn update 12:21:10PM
16 its simp.xml to adopt the settings for 12:21:12PM
17 the parameters that LimeWire LLC is 12:21:16PM
18 controlling? 12:21:19PM

19 MR. BAKER: Objection to form. 12:21:20PM

20 Q. Or setting? 12:21:21PM

21 A. Well, the other clients aren't 12:21:22PM
22 receiving it directly from LimeWire, no, 12:21:25PM
23 from LimeWire LLC, no. 12:21:28PM

24 When they receive a simp 12:21:29PM
25 message from anyone, if it is secure, 12:21:31PM

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2 according to the signature, they will 12:21:34PM

3 update their client with the latest one. 12:21:36PM

4 Q. My question probably was so 12:21:40PM

5 long. 12:21:42PM

6 Some of these settings that you 12:21:43PM

7 have referenced, are those settings that 12:21:45PM

8 are set by LimeWire LLC? 12:21:47PM

9 A. Yes. 12:21:50PM

10 Q. So once they are set by 12:21:51PM

11 LimeWire LLC and another client receives, 12:21:53PM

12 knows that there is a new version of 12:21:57PM

13 simp, whether it is from LimeWire LLC or 12:22:00PM

14 another LimeWire client, those set 12:22:01PM

15 parameters, the ones that are set by 12:22:04PM

16 LimeWire LLC, will then be incorporated 12:22:06PM

17 into the LimeWire client that that user 12:22:08PM

18 has, correct? 12:22:12PM

19 A. Yes. 12:22:18PM

20 Q. How many such parameters are 12:22:19PM

21 there. 12:22:20PM

22 A. I don't know. 12:22:20PM

23 Q. Is it 50? 12:22:20PM

24 A. I don't know. 12:22:21PM

25 Q. Is it more than 50? 12:22:21PM

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516-608-2400

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2 A. I really don't know. 12:22:22PM

3 Q. How often does LimeWire update 12:22:23PM
4 the simpp.xml? 12:22:39PM

5 A. Infrequently. 12:22:41PM

6 Q. When you say infrequently, what 12:22:43PM
7 do you mean, once a week, once a month? 12:22:44PM

8 A. I don't think there is any 12:22:46PM
9 specific time frame. 12:22:47PM

10 Q. Let's take a look it at the 12:22:49PM
11 second line, it says version 388; does 12:22:51PM
12 that mean there have been 388 versions of 12:22:53PM
13 this simpp.xml? 12:22:55PM

14 A. It means this one is version 12:22:57PM
15 388. 12:22:59PM

16 Q. What is the current version? 12:22:59PM

17 A. I don't know. 12:23:01PM

18 Q. Is it greater than 388? 12:23:02PM

19 A. I don't know. 12:23:05PM

20 Q. Have you ever changed any of 12:23:10PM
21 these simpp settings to the LimeWire LLC 12:23:15PM
22 simpp.xml file? 12:23:17PM

23 A. Yes. 12:23:20PM

24 Q. Which ones did you set? 12:23:20PM

25 A. I don't know offhand. 12:23:21PM

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2 Q. Can you identify any of the 12:23:22PM
3 ones that you have set? 12:23:24PM

4 A. The links for the UI after 12:23:25PM
5 search click link, the browser title, a 12:23:29PM
6 variety of them. 12:23:35PM

7 Q. Apart from those two, can you 12:23:35PM
8 think of any others that you have ever set 12:23:37PM
9 for LimeWire LLC? 12:23:40PM

10 A. The UI intro click link, the 12:23:42PM
11 content authorities, there is all panel 12:23:45PM
12 search warning, latest bug version. 12:23:50PM

13 Q. Why does LimeWire distribute a 12:24:01PM
14 simpp.xml file, what is the purpose of 12:24:04PM
15 this xml file? 12:24:06PM

16 A. To set properties after the 12:24:07PM
17 client has been installed. 12:24:09PM

18 Q. This is to set properties 12:24:10PM
19 within all LimeWire clients once LimeWire 12:24:12PM
20 has been installed? 12:24:16PM

21 A. Yes. 12:24:17PM

22 Q. With regard to this document in 12:24:23PM
23 particular, I am going to represent to you 12:24:25PM
24 that it is a printout from Windows notepad 12:24:26PM
25 of a simpp.xml file taken from the 12:24:29PM

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2 application data folder associated with 12:24:36PM
3 the recently downloaded copy of LimeWire 12:24:38PM
4 basic, which had previously been connected 12:24:41PM
5 to the Gnutella network. 12:24:43PM

6 If you could turn to the second 12:24:45PM
7 page, there are what I believe a series of 12:24:48PM
8 IP addresses prefaced by 12:25:00PM
9 filtersettings.hostileips. 12:25:01PM

10 What does that setting, 12:25:06PM
11 filtersettings.hostileips, control? 12:25:09PM

12 A. The setting is used to -- as a 12:25:13PM
13 network level blacklist. 12:25:17PM

14 Q. What do you mean by a network 12:25:33PM
15 level blacklist? 12:25:35PM

16 A. Settings listed here are 12:25:38PM
17 exchanged throughout the network, so the 12:25:42PM
18 entire network uses them as a blacklist. 12:25:44PM

19 Q. So the entire network, meaning 12:25:47PM
20 any LimeWire client that has this version 12:25:51PM
21 of the simpp.xml will treat all of these 12:25:55PM
22 -- is what follows that a series of IPs? 12:26:00PM

23 A. Yes, I should correct myself, 12:26:02PM
24 it is not the entire network because there 12:26:04PM
25 are people on the network that are not 12:26:06PM

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2 LimeWire, so it is all LimeWire. 12:26:07PM

3 Q. So it is the LimeWire portion 12:26:09PM

4 of the network, anyone who has this 12:26:10PM

5 version of the simpp.xml, would put the IP 12:26:12PM

6 addresses following 12:26:19PM

7 filtersettings.hostileips into a 12:26:20PM

8 blacklist, is that correct? 12:26:23PM

9 A. Yes. 12:26:24PM

10 Q. Are these individual IP 12:26:24PM

11 addresses, are there ranges as well? 12:26:29PM

12 A. I can read through the whole 12:26:30PM

13 thing, at first glance it looks to be just 12:26:32PM

14 ranges. 12:26:37PM

15 It is a little hard to read 12:26:39PM

16 through it. 12:26:40PM

17 Q. What do you mean by blacklist? 12:26:48PM

18 A. That our clients won't connect 12:26:50PM

19 to them, download from them, receive 12:26:52PM

20 searches results from them. 12:26:54PM

21 Q. When you say that clients can't 12:26:56PM

22 connect, receive search results and can't 12:26:59PM

23 download from them, does that mean anyone, 12:27:01PM

24 any user that's got an IP associated with 12:27:05PM

25 something that's on this blacklist cannot 12:27:08PM

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2 connect to the network? 12:27:12PM

3 A. Yes. 12:27:12PM

4 They can't connect to LimeWires 12:27:13PM

5 that are using this, they can connect to 12:27:17PM

6 other people running, other vendors 12:27:18PM

7 running Gnutella. 12:27:23PM

8 Q. So anyone who has any LimeWire 12:27:24PM

9 user that has this simpp.xml will not see 12:27:29PM

10 any of the users at the IP addresses in 12:27:34PM

11 the simpp.xml file, is that correct? 12:27:39PM

12 A. I can't guarantee they won't 12:27:42PM

13 see them, there might be places in the 12:27:43PM

14 code where it is not checking for this, 12:27:44PM

15 but it does prevent them from connecting 12:27:48PM

16 to, uploading to, downloading from. 12:27:49PM

17 Q. Before you said this simpp.xml 12:27:55PM

18 file was updated infrequently. 12:27:57PM

19 Do you have any sense of 12:27:59PM

20 whether it has been updated a dozen times? 12:28:00PM

21 A. Based on the number 388, yes. 12:28:04PM

22 Q. So you would interpret the 388 12:28:07PM

23 to mean it has been updated 388 times? 12:28:09PM

24 A. No, I would say it has been 12:28:11PM

25 updated more than a dozen times. 12:28:13PM

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2 Q. Do you think it has been 12:28:14PM
3 updated a hundred times? 12:28:15PM

4 A. Yes. 12:28:17PM

5 Q. Do you think it has been 12:28:17PM
6 updated 200 times? 12:28:18PM

7 A. Most likely. 12:28:19PM

8 Q. Do you think it has been 12:28:21PM
9 updated 300 times? 12:28:22PM

10 A. Most likely. 12:28:23PM

11 Q. Do you think it has been 12:28:24PM
12 updated 388 times? 12:28:25PM

13 A. I don't know, the numbers can 12:28:26PM
14 skip. 12:28:28PM

15 Q. Going back to this 12:28:30PM
16 filterssettinghostile.ip, how were these 12:28:31PM
17 IPs selected for the blacklist, as you 12:28:37PM
18 term it? 12:28:40PM

19 A. I don't do it. 12:28:41PM

20 From what I know, it uses 12:28:43PM
21 statistical analysis to measure who on the 12:28:45PM
22 network is sending and receiving an 12:28:47PM
23 inordinate number of traffic or 12:28:50PM
24 inordinately large amount of traffic and 12:28:52PM
25 then those are blacklisted. 12:28:55PM

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2 THE VIDEO TECHNICIAN: Going 06:24:49PM
3 off the record at 6:25 p.m., this is the 06:24:51PM
4 end of tape 7 and concludes today's 06:24:53PM
5 deposition of Samuel A. Berlin. 06:24:55PM
6 (Time noted: 6:25 p.m.) 06:24:58PM

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8
9
10
11 _____
12 SAMUEL A. BERLIN

13
14 Subscribed and sworn to before me
15 this day of , 2008.
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1
2 C E R T I F I C A T I O N
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5

6 I, Jineen Pavesi, a Registered
7 Professional Reporter, Registered Merit
8 Reporter, Certified Realtime Reporter and
9 a Notary Public, do hereby certify that
10 the foregoing witness, SAMUEL A. BERLIN,
11 was duly sworn on the date indicated, and
12 that the foregoing is a true and accurate
13 transcription of my stenographic notes.

14 I further certify that I am not employed
15 by nor related to any party to this
16 action.
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23 JINEEN PAVESI, RPR, RMR, CRR
24
25